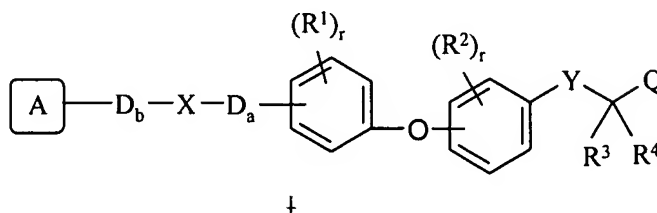


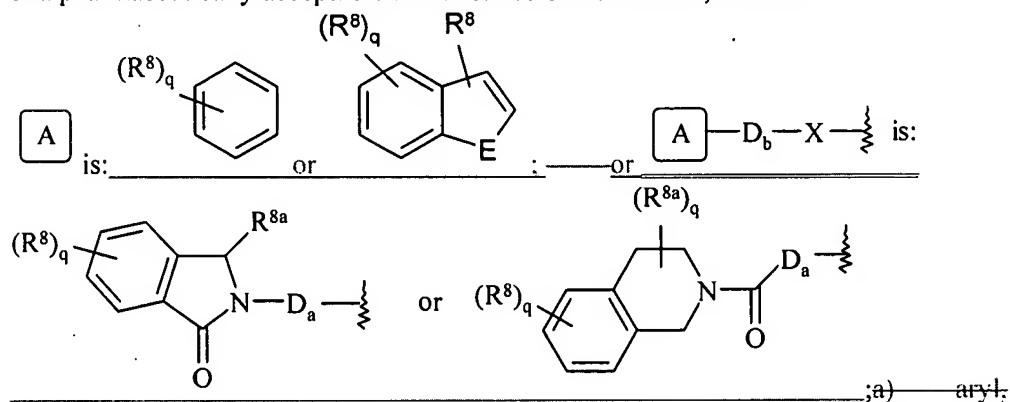
Amendments to the Claims

WHAT IS CLAIMED IS:

1. (Currently Amended) A compound having a formula-formula 1,



or a pharmaceutically acceptable salt or stereoisomer thereof, wherein:



b) _____ a 5- to 10-membered heteroaryl wherein the heteroaryl containing at least one heteroatom selected from N, O or S;

c) _____ C₂-C₆ cycloalkyl;

d) _____ aliphatic group; or

e) _____ heterocyclyl;

wherein aryl, heteroaryl, cycloalkyl, heterocyclyl and aliphatic group being optionally substituted with one or more groups independently selected from R⁸;

D_a and D_b are each independently:

a bond or

-[C(R^c)(R^d)]_n, wherein R^c and R^d are each independently hydrogen, C₁-C₆ alkyl or aryl;

E is: S, O, or NR¹⁰; wherein R¹⁰ is hydrogen or C₁-C₃ alkyl;

s is 1, 2, 3, 4, 5, or 6;

Q is: -C(O)OR⁵ or R^{5A};

X is: $\text{NR}^6\text{C}[\text{O}]_p$,

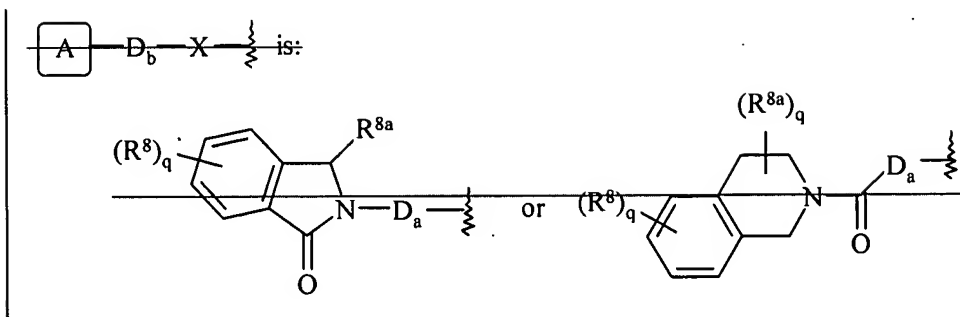
$\text{NR}^6\text{S}(\text{O})_2$,

$\text{C}[\text{O}]_p\text{NR}^6$,

$\text{S}(\text{O})_2\text{NR}^6$ or

NR^7 ;

Y is: a bond, CH_2 , S or O;



n and r are each independently: 1, 2, 3 or 4;

q is: 1, 2, 3, 4 or 5;

p is: 1 or 2;

R^1 and R^2 are each independently: hydrogen, $\text{C}_1\text{-C}_6$ alkyl, halo or haloalkyl;

R^3 and R^4 are each independently:

hydrogen,

halo,

$\text{C}_1\text{-C}_6$ alkyl,

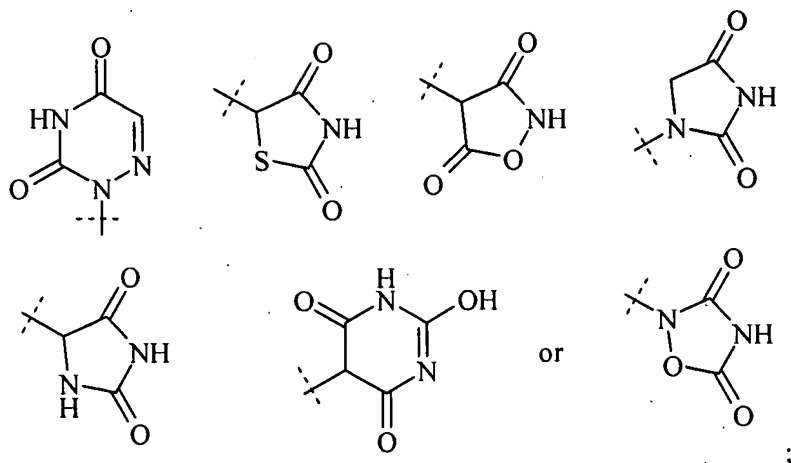
$\text{C}_1\text{-C}_6$ alkoxy or

aryloxy;

R^3 and R^4 are together a 3- to 6- membered carbocyclyl or heterocyclyl;

R^5 is: hydrogen, $\text{C}_1\text{-C}_6$ alkyl or aminoalkyl;

R^{5A} is: carboxamide, sulfonamide, acylsulfonamide, tetrazole,



R^6 is each independently:

hydrogen,
 C_1 - C_{12} alkyl,
 arylalkyl,
 C_3 - C_8 cycloalkyl, or
 $(CH_2)_n C(O) aryl$,

wherein alkyl, arylalkyl and cycloalkyl group being optionally substituted with one or more groups independently selected from R^8 ;

R^7 is: hydrogen,
 acyl, or
 sulfonyl;

R^8 and R^{8a} are each independently:

hydrogen,
 C_1 - C_6 alkyl,
 C_1 - C_6 alkoxy,
 nitro,
 cyano,
 halo,
 haloalkyl,
 haloalkyloxy,
 aryl,
 heteroaryl,
 benzyl,

aryloxy,

SR⁹,

S[O]_pR⁹ or

C[O]_pR⁹; wherein when A is phenyl and when R⁸ is selected from the group consisting of C₁-C₆ alkyl, C₁-C₆ alkoxy, nitro, cyano, halo, haloalkyl, haloalkyloxy, aryl, heteroaryl, benzyl, aryloxy, SR⁹, S[O]_pR⁹ and C[O]_pR⁹, then R⁸ is monosubstituted in the 4 position or disubstituted in 2 and 4 positions, or trisubstituted in 2, 4, and 6 positions of phenyl ring relative to -D_b- and

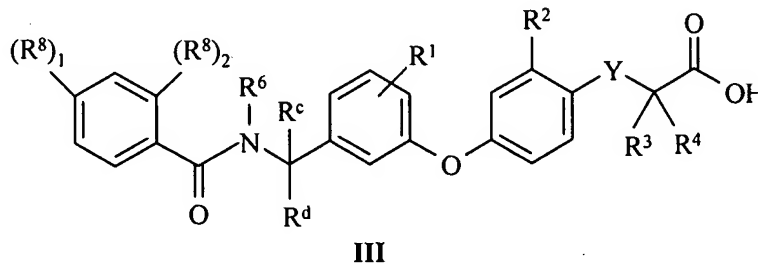
R⁹ is: hydrogen, C₁-C₆ alkyl, or C₃-C₈ cycloalkyl.

2. (Canceled)

3. (Canceled)

4. (Canceled)

5. (Currently Amended) The compound of ~~Claim 1~~ Claim 3, wherein the compound is structural formula III,



or a pharmaceutically acceptable salt or stereoisomer thereof, wherein:

Y is: O or CH₂;

R¹ is: hydrogen, halo or C₁-C₄ alkyl;

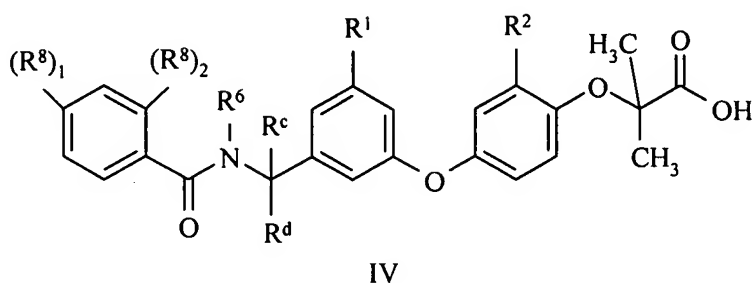
R², R³ and R⁴, R⁶, R^c and R^d are each independently: hydrogen or C₁-C₄ alkyl;

(R⁸)₁ and (R⁸)₂ are each independently: hydrogen, halo, haloalkyl or haloalkyloxy, cyano, nitro, C₁-C₆ alkyl, C₁-C₆ alkoxy or SR⁹;

R⁶ is: hydrogen or C₁-C₄ alkyl; and

R⁹ is: hydrogen or C₁-C₄ alkyl or C₃-C₆ cycloalkyl.

6. (Previously Presented) The compound of Claim 5, wherein the compound is structural formula IV,



or a pharmaceutically acceptable salt or stereoisomer thereof, wherein:

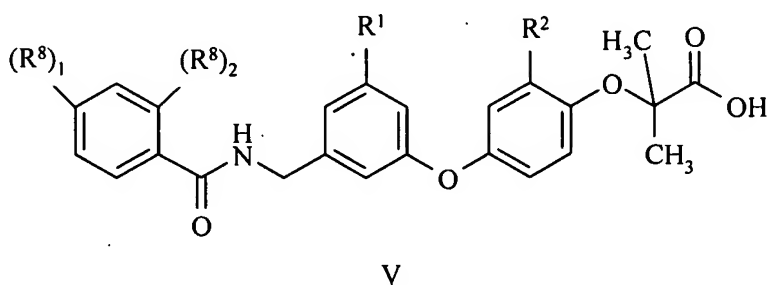
R^1 and R^2 are each independently: hydrogen, halo or C_1 - C_4 alkyl;

R^c , R^d and R^6 are each independently: hydrogen or methyl; and

$(R^8)_1$ and $(R^8)_2$ are each independently:

hydrogen, F, Cl, Br, OMe, CF_3 , OCF_3 , SCH_3 , NO_2 , cyano, methyl, ethyl, isobutyl, isopropyl or tert-butyl.

7. (Previously Presented) The compound of Claim 6, wherein the compound is structural formula V,



or a pharmaceutically acceptable salt or stereoisomer thereof, wherein:

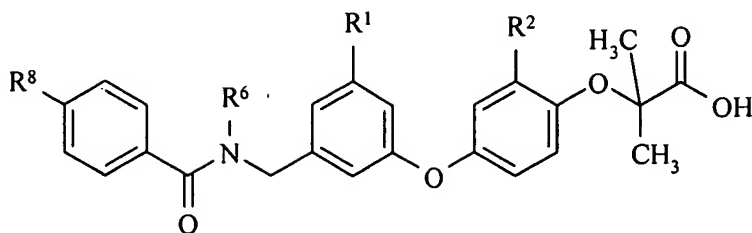
R^1 and R^2 are each independently: hydrogen, methyl, ethyl or fluoro; and

$(R^8)_1$ and $(R^8)_2$ are each independently:

hydrogen, F, Cl, Br, OMe, CF_3 , OCF_3 , SCH_3 , NO_2 , cyano, methyl, ethyl, isobutyl, isopropyl or tert-butyl.

8. (Canceled)

9. (Currently Amended) The compound of ~~Claim 3~~ Claim 1, wherein the compound is structural formula VII,



VII

or a pharmaceutically acceptable salt or stereoisomer thereof, wherein:

R^1 and R^2 are each independently: hydrogen, halo or C_1 - C_4 alkyl;

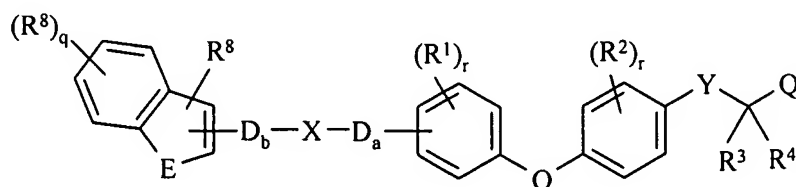
R^6 is: hydrogen or C_1 - C_4 alkyl;

R^8 is: hydrogen, halo, haloalkyl or haloalkyloxy, cyano, nitro, C_1 - C_6 alkyl, C_1 - C_6 alkoxy or SR^9 ;
and

R^9 is: hydrogen or C_1 - C_4 alkyl or C_3 - C_6 cycloalkyl.

10. (Canceled)

11. (Previously Presented) The compound of Claim 1, wherein the compound is structural formula VIII,



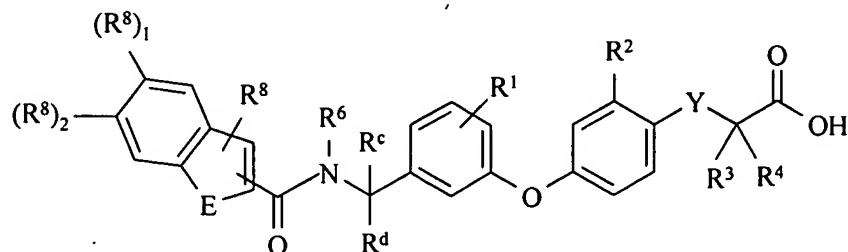
VIII

or a pharmaceutically acceptable salt or stereoisomer thereof, wherein:

q is 1, 2, 3 or 4; and

E is S, O or NR^{10} wherein R^{10} is hydrogen or C_1 - C_4 alkyl.

12. (Previously Presented) The compound of Claim 11, wherein the compound is structural formula IX,



IX

or a pharmaceutically acceptable salt or stereoisomer thereof, wherein:

Y is: O or CH₂;

E is: S, O, NH or NCH₃, NCH₂CH₃;

R¹ is: hydrogen, C₁-C₄ alkyl, halo or haloalkyl;

R², R³ and R⁴, R⁶, R^c and R^d are each independently: hydrogen or C₁-C₄ alkyl;

(R⁸)₁ and (R⁸)₂ are each independently: hydrogen, halo, haloalkyl, haloalkyloxy, cyano, nitro, C₁-C₆ alkyl or C₁-C₆ alkoxy; and

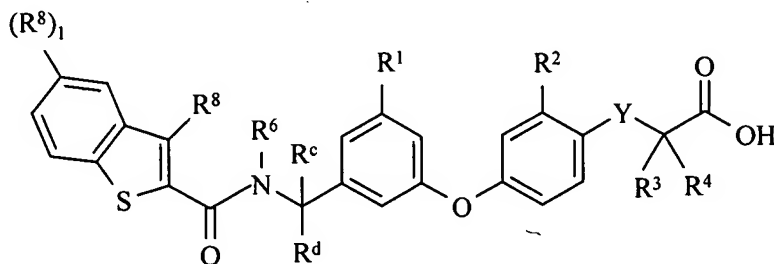
R⁸ is: hydrogen or C₁-C₄ alkyl.

13. (Canceled)

14. (Canceled)

15. (Canceled)

16. (Previously Presented) The compound of Claim 12, wherein the compound is structural formula XIII,



XIII

or a pharmaceutically acceptable salt or stereoisomer thereof, wherein:

Y is: O or CH₂;

R¹ is: hydrogen, C₁-C₄ alkyl, halo or haloalkyl;

R², R³, R⁴, R⁶, R^c and R^d are each independently: hydrogen or C₁-C₄ alkyl;

R⁸ are each independently: hydrogen or C₁-C₄ alkyl; and

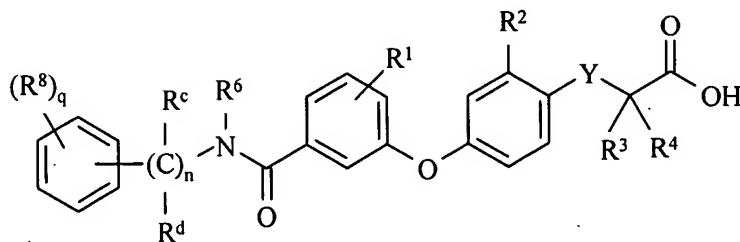
(R⁸)₁ is: hydrogen, halo, haloalkyl or haloalkyloxy, cyano, nitro, C₁-C₆ alkyl or C₁-C₆ alkoxy.

17. (Canceled)

18. (Canceled)

19. (Canceled)

20. (Previously Presented) The compound of Claim 1, wherein the compound is structural formula XVI,

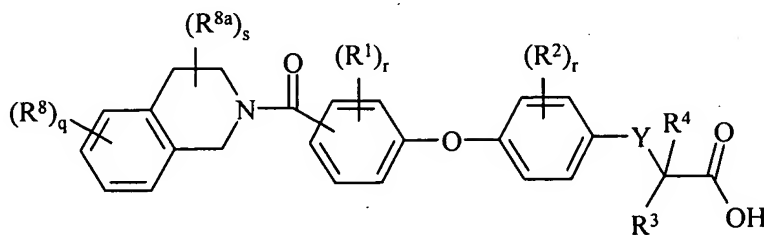


XVI

or a pharmaceutically acceptable salt or stereoisomer thereof, wherein:
n is 1, 2, 3, or 4.

21. (Original) The compound of Claim 20, wherein Y is O or CH₂; R¹, R², R³, R⁴, R^c and R^d are each independently hydrogen or C₁-C₄ alkyl; n is 1 or 2; R⁶ is hydrogen, C₁-C₆ alkyl or arylalkyl; and R⁸ is hydrogen, C₁-C₆ alkoxy, halo or haloalkyl.

22. (Previously Presented) The compound of Claim 1, wherein the compound is structural formula XVII,

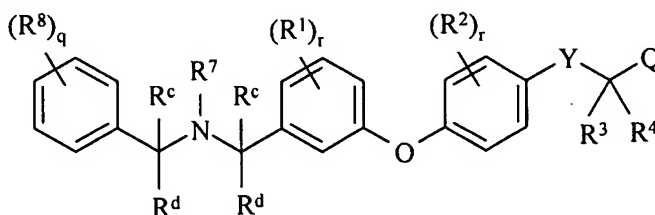


XVII

or a pharmaceutically acceptable salt or stereoisomer thereof, wherein:
R^{8a} is hydrogen, C₁-C₄ alkyl or aryl; and s is 1, 2, 3, 4, 5 or 6.

23. (Canceled)

24. (Previously Presented) The compound of Claim 1, wherein the compound having a structural formula XIX,



XIX

or a pharmaceutically acceptable salt or stereoisomer thereof.

25. (Currently Amended) The compound of Claim 24, wherein Q is COOH; R⁷ is hydrogen, methanesulfonyl or acetyl; and R^c and R^d are each hydrogen.

26. (Currently Amended) A compound of Claim 1 selected from the group consisting of:

| No | Structure | Name |
|----|-----------|---|
| 1 | | 2-(4-{3-[(2-Chloro-4-trifluoromethyl-benzoylamino)-methyl]-5-fluoro-phenoxy}-2-methyl-phenoxy)-2-methyl-propionic acid |
| 2 | | 3-[4-(3-{[(5-Chloro-1H-indole-2-carbonyl)-amino]-methyl}-5-fluoro-phenoxy)-2-methyl-phenyl]-propionic acid |
| 3 | | 2-(4-{3-Fluoro-5-[1-(2-methyl-4-trifluoromethyl-benzoylamino)-ethyl]-phenoxy}-2-methyl-phenoxy)-2-methyl-propionic acid (isomer 1) |
| 4 | | 2-[4-(3-{[(5-Chloro-3-methyl-benzo[b]thiophene-2-carbonyl)-amino]-methyl}-5-methyl-phenoxy)-2-methyl-phenoxy]-2-methyl-propionic acid |

| No | Structure | Name |
|----|-----------|---|
| 5 | | (R)-3-[4-(3-{1-[(5-Chloro-1,3-dimethyl-1H-indole-2-carbonyl)-amino]-ethyl}-5-fluorophenoxy)-2-methyl-phenyl]-propionic acid |
| 6 | | 3-(2-Ethyl-4-{3-fluoro-5-[(2-methyl-4-trifluoromethyl-benzoylamino)-methyl]-phenoxy}-phenyl)-propionic acid |
| 7 | | 2-(4-{3-[(2-Fluoro-4-trifluoromethyl-benzoylamino)-methyl]-5-methyl-phenoxy}-2-methyl-phenoxy)-2-methyl-propionic acid |
| 8 | | (R)-2-[4-(3-{[(5-Chloro-1,3-dimethyl-1H-indole-2-carbonyl)-amino]-methyl}-5-methyl-phenoxy)-2-methyl-phenoxy]-2-methyl-propionic acid |
| 9 | | 3-[4-(3-Fluoro-5-[[5-fluoro-3-methyl-1H-indole-2-carbonyl)-amino]-methyl]-phenoxy)-2-methyl-phenyl]-propionic acid |
| 10 | | 2-[4-(3-Fluoro-5-[[5-fluoro-1,3-dimethyl-1H-indole-2-carbonyl)-amino]-methyl]-phenoxy)-2-methyl-phenoxy]-2-methyl-propionic acid |
| 11 | | (R)-3-[4-(3-{1-[(5-Fluoro-1,3-dimethyl-1H-indole-2-carbonyl)-amino]-ethyl}-5-methyl-phenoxy)-2-methyl-phenyl]-propionic acid |

| No | Structure | Name |
|----|------------|---|
| 12 | | 2-Methyl-2-(2-methyl-4-{3-[(2-methyl-4-trifluoromethyl-benzoylamino)-methyl]-phenoxy}-phenoxy)-propionic acid |
| 13 | | 2-(4-{3-Fluoro-5-[(2-methyl-4-trifluoromethyl-benzoylamino)-methyl]-phenoxy}-2-methyl-phenoxy)-2-methyl-propionic acid |
| 14 | Chiral | (R) -3-[4-(3-Fluoro-5-{1-[(5-fluoro-1,3-dimethyl-1H-indole-2-carbonyl)-amino]-ethyl}-phenoxy)-2-methyl-phenyl]-propionic acid |
| 15 | | 3-[4-(3-{[(5-Chloro-1,3-dimethyl-1H-indole-2-carbonyl)-amino]-methyl}-5-fluoro-phenoxy)-2-methyl-phenyl]-propionic acid |
| 16 | | 3-[4-(3-{[(5-Chloro-1,3-dimethyl-1H-indole-2-carbonyl)-amino]-methyl}-phenoxy)-2-methyl-phenyl]-propionic acid |
| 17 | | 3-[2-Ethyl-4-(3-fluoro-5-{[(5-fluoro-1,3-dimethyl-1H-indole-2-carbonyl)-amino]-methyl}-phenoxy)-phenyl]-propionic acid |
| 18 | | 3-(4-{3-[(2-Chloro-4-trifluoromethyl-benzoylamino)-methyl]-5-methyl-phenoxy}-2-ethyl-phenyl)-propionic acid |

27. (Currently Amended) A pharmaceutical composition comprising a pharmaceutically acceptable carrier and a compound of Claim 1 or of Claim 1 or a pharmaceutically acceptable salt.

- 28. (Canceled)
- 29. (Canceled.)
- 30. (Canceled.)
- 31. (Canceled.)
- 32. (Canceled.)
- 33. (Canceled.)
- 34. (Canceled.)
- 35. (Canceled.)
- 36. (Canceled.)
- 37. (Canceled.)
- 38. (Canceled.)
- 39. (Currently Amended) A method for lowering blood-glucose in a mammal comprising the step of administering an effective amount of a compound of Claim 1.
- 40. (Canceled)
- 41. (Canceled)
- 42. (Canceled)
- 43. (Canceled)
- 44. (Canceled)
- 45. (Canceled)